





MyTravel Group plc

Parkway One Parkway Business Centre 300 Princess Road Manchester M14 70U

t +44 (0) 161 232 0066

www.mytravelgroup.com

f +44 (0) 161 232 6524

**Dear Sirs** 

MYTRAVEL GROUP plc ("the Company") **FILE NUMBER: 82-5049** 

Securities and Exchange Commission

Office of International Corporate Finance

Division of Corporation Finance

450 Fifth Street, N.W. Washington, D.C. 20549

Reference is made to the Company's exemption from the Securities Exchange Act of 1934, as amended, afforded by rule 12g3-2(b) thereunder.

In order to continue to claim this exemption, the Company agreed to provide to the Securities and Exchange Commission on an ongoing basis all information that the Company;

- 1. makes or is required to make public pursuant to the laws of England and Wales;
- 2. distributes or is required to distribute to the holders of its securities; and
- 3. files or is required to file with the London Stock Exchange Limited and which is made public by the London Stock Exchange Limited.

On the 3rd May 2005, the Company filed with the London Stock Exchange an announcement regarding Notification of Major Interests in Shares

Very truly yours,

Karen Houlihan

**Company Secretarial Assistant** 

MyTravel Group plc

**Enclosures** 

PROCESSED

MAY 1 3 2005

THUMSON FINANCIAL

### **NOTIFICATION OF MAJOR INTERESTS IN SHARES**

1. Name of company
MyTravel Group plc
2. Name of shareholder having a major interest
J.P. Morgan Securities Limited
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18
As in 2 above
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them
Not supplied /
5. Number of shares / amount of stock acquired
Not supplied
6. Percentage of issued class
Not supplied
7. Number of shares / amount of stock disposed
Not supplied
8. Percentage of issued class
Not supplied
9. Class of security
A Ordinary shares of 1p each
10. Date of transaction
Not supplied
11. Date company informed

4 May 2005

### 29 ABril 2005

12. Total holding following this notification

735,536,679 A ordinary shares

13. Total percentage holding of issued class following this notification

6.27% of the A ordinary shares

14. Any additional information

15. Name of contact and telephone number for gueries

Mike Vaux - +44 161 232 6567

16. Name and signature of authorised company official responsible for making this notification

Mike Vaux, Assistant Company Secretary

Date of notification

4 May 2005

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The Company Secretary

MyTravel Group Plc – A Ordinary Shares

Parkway One

300 Princess Road

Manchester

M14 7QU

RECEIVED

0 4 MAY 2005

Company Secretary's Office

29 April 2005

Dear Sir,

### MYTRAVEL GROUP PLC – A ORDINARY SHARES S198 COMPANIES ACT 1985 INTEREST IN SHARES

On behalf of J.P. Morgan Chase & Co. ("JPMCC") of 270 Park Avenue New York NY 10017, we would like to advise that JPMCC has increased its material interests in MyTravel Group Plc (the "Company") from 5.94% to 6.45%. This is a result of its subsidiary, J.P. Morgan Securities Ltd., increasing its interests in the Company. Details are as follows:

Number of shares held by J.P. Morgan Securities Ltd.: 735,536,679 (6.45%)

Should you require any further information please do not hesitate to contact us.

Yours faithfully,

Shoaib Shaikh

EMEA Surveillance

### NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company

MyTravel Group plc

2. Name of shareholder having a major interest

The Goldman Sachs Group, Inc

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

The interest of Goldman Sachs Group Inc ("GS Inc") arises by attribution only. The interest in 50,087,405 arose from the interest held by Goldman, Sachs & Co., a wholly-owned direct subsidiary of GS Inc, acting as custodian for its customers. The interest in 873,850,034 shares arose from a beneficial interest held by Goldman Sachs International, a wholly-owned indirect subsidiary of GS Inc.

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

50,087,405 A shares of 1p registered in the name of Goldman Sachs—Securities (Nominees) Limited and 873,850,034 A shares of 1p each registered in CREST account, CREPTEMP.

5. Number of shares / amount of stock acquired

Not supplied

6. Percentage of issued class

Not supplied

7. Number of shares / amount of stock disposed

Not supplied

8. Percentage of issued class

Not supplied

9. Class of security

A ordinary shares of 1p each

10. Date of transaction Not supplied 11. Date company informed 3 May 2005 12. Total holding following this notification 923,937,439 A ordinary shares of 1p each 13. Total percentage holding of issued class following this notification 7.88% of the A ordinary shares of 1p each ~ 14. Any additional information

15. Name of contact and telephone number for queries

Mike Vaux

+44 161 232 6567

16. Name and signature of authorised company official responsible for making this notification Mulae

Mike Vaux, Assistant Company Secretary

Date of notification

4 May 2005

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Goldman Sachs International | Peterborough Court | 133 Fleet Street | London EC4A 2BB Tel: 020 7774 1000 | Telex: 94015777 | Cable: GOLDSACHS LONDON Authorised and regulated by the Financial Services Authority

Goldman Sachs

The Company Secretary MyTravel Group Plc Parkway One Parkway Bus. Centre 300 Princess Road Manchester M14 7QU

Fax No: 0161 232 6524

03 May 2005

Dear Sir/Madam,

#### UK COMPANIES ACT 1985 - SECTIONS 198 - MyTravel Group Plc (the "Company")

This notification relates to issued A shares of 1p each in the Company ("shares") and is given in fulfilment of the obligations imposed by sections 198 to 203 of the Companies Act 1985 (the "Act").

We hereby notify you that as at close of business on 28 April 2005, The Goldman Sachs Group, Inc., ("GS Inc") of 85 Broad Street, New York, NY 10004, USA, was interested, by attribution only, in a total of 923,937,439 shares.

Of these 923,937,439 shares:

- The interest in 50,087,405 shares arose from the interest held by Goldman, Sachs & Co., a wholly-owned direct subsidiary of GS Inc, acting as custodian for its customers. These shares are, or will be, registered in the name of Goldman Sachs Securities (Nominees), Limited.
- The interest in 873,850,034 shares arose from a beneficial interest held by Goldman Sachs International, a wholly-owned indirect subsidiary of GS Inc. These shares are, or will be, registered at CREST in account CREPTEMP.

A copy of this fax is being sent to you by post. Please do not hesitate to contact me should you have any questions.

Yours faithfully,

Joanna Bates

for and on behalf of

The Goldman Sachs Group, Inc.

### NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company
MyTravel Group plc
2. Name of shareholder having a major interest
Deutsche Bank AG and its subsidiary companies
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18
As in 2 above
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them
Not supplied
5. Number of shares / amount of stock acquired
Not supplied
6. Percentage of issued class
Not supplied
7. Number of shares / amount of stock disposed
Not supplied
8. Percentage of issued class
Not supplied
9. Class of security
A ordinary shares of 1p each
10. Date of transaction
Not supplied /
11. Date company informed

3 May 2005

12. Total holding following this notification
560,091,824 A ordinary shares

13. Total percentage holding of issued class following this notification
4.78% of the A ordinary shares

14. Any additional information

Part of this holding may relate to hedging arrangements for customer transactions.

15. Name of contact and telephone number for queries

Mike Vaux 0161 232 6567

16. Name and signature of authorised company official responsible for making this notification

Mike Vaux, Assistant Company Secretary

Date of notification

4 May 2005

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### Central Compliance

BY FAX AND POST

03 May 2005

The Company Secretary MyTravel Group Pic Parkway One 300 Princess Road Manchester M14 7QU

**Deutsche Bank** 



Deutsche Bank AG London 23 Great Winchester Street London EC2P 2AX

Tel +44 20 7545 8000 Fax +44 20 7547 6018

Direct Line: 020 7545 8532 Direct Fax: 020 7547 3836

Dear Sir or Madam:

#### Disclosure of interests In shares

Further to our letter of 26 April 2005 and in accordance with Section 198-202 of the UK Companies Act 1985, we are writing on behalf of Deutsche Bank AG to inform you that, on the basis that the relevant issued share capital of your company is 11,275,617,222 A ordinary shares, Deutsche Bank AG and its subsidiary companies have a notifiable interest in 560,091,824 A ordinary shares of MyTravel Group Plc, amounting to 4/97%. Part of this holding may relate to hedging arrangements for customer transactions.

2

Deutsche Bank AG is a corporation domiciled in Frankfurt, Germany, of which Deutsche Bank AG London is a branch.

If you require any further information concerning this notification, please contact David Lindsay or Andrew Anderson in the Compliance Department of Deutsche Bank AG London.

Yours faithfully

for DEUTSCHE BANK AG LONDON

**AUTHORISED SIGNATORY** 

S:\central\shared\198\MyTravel A shares 2005-05-03 letter.doc AJA



5 May 2005

Securities and Exchange Commission Division of Corporation Finance Office of International Corporate Finance 450 Fifth Street, N.W. Washington, D.C. 20549 MyTravel Group plc

Parkway One Parkway Business Centre 300 Princess Road Manchester M14 7QU

**t** +44 (0)161 232 0066 **f** +44 (0)161 232 6524 www.mytravelgroup.com

Dear Sirs

MYTRAVEL GROUP plc ("the Company") FILE NUMBER: 82-5049

Reference is made to the Company's exemption from the Securities Exchange Act of 1934, as amended, afforded by rule 12g3-2(b) thereunder.

In order to continue to claim this exemption, the Company agreed to provide to the Securities and Exchange Commission on an ongoing basis all information that the Company;

- 1. makes or is required to make public pursuant to the laws of England and Wales:
- 2. distributes or is required to distribute to the holders of its securities; and
- 3. files or is required to file with the London Stock Exchange Limited and which is made public by the London Stock Exchange Limited.

On the 5<sup>th</sup> May 2005, the Company filed with the London Stock Exchange an announcement regarding Notification of Major Interests in Shares

Very truly yours,

Karen Houlihan
Company Secretarial Assistant
MyTravel Group plc

**Enclosures** 

ATOL 1179 ABTA V6896 Registered in England

## NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company
MyTravel Group plc
2. Name of shareholder having a major interest
Merrill Lynch & Co. Inc
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18
As in 2 above /
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them
Not supplied
5. Number of shares / amount of stock acquired
Not supplied /
6. Percentage of issued class
Not supplied /
7. Number of shares / amount of stock disposed
Not supplied /
8. Percentage of issued class
Not supplied -
9. Class of security
A Ordinary shares of 1p each /
10. Date of transaction
Not supplied /
11. Date company informed

- 4 May 2005 🗸
- 12. Total holding following this notification.
- 623,860,541 A ordinary shares of 1p each /
- 13. Total percentage holding of issued class following this notification
- 5.32% of the A ordinary shares of 1p
- 14. Any additional information
- 15. Name of contact and telephone number for queries

Mike Vaux - 0161 232 6567

16. Name and signature of authorised company official responsible for making this notification

Mike Vaux, Assistant Company Secretary

Date of notification

5 May 2005

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Merrill Lynch & Co., Inc. World Financial Center North Tower 250 Voscy Street New York NY 10281-1332

o . ref: mytravel0405

4 May 2005

The Company Secretary MYTRAVEL GROUP PLC - A SHRS F'arkway One 300 Princess Road Manchester, M14 7QU United Kingdom

[Jear Sir

### Companies Act 1985 ss 198-210 (as amended)

This letter serves as notification, by reason of the provisions of section 203 of the above Act, that the companies the names and addresses of which are set out in the Schedule to this letter have the interests in relevant share capital of your company disclosed in the first attachment to this letter and the additional interests ( any) disclosed in the second attachment to this letter.

I' you have any queries regarding the contents of this letter, please contact A asdair Coutts-Britton on 020-7996-3565, Facsimile 020-7996-1174.

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Yours faithfully

Duly authorised for and on behalf

ci the notifying companies

#### Part 1

Merrill Lynch
Investment Managers Ltd.

ML Invest Holdings
Limited

ML Invest, Inc

Address

33 King William Street
London EC4R 9AS

World Financial Center

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North Tower 250 Vesey Street New York NY 10281-1332

### Part 2

Merrill Lynch Group World Financial Center Inc. North Tower

ž.

250 Vesey Street

New York NY 10281-1332

Merrill Lynch & Co., Inc. World F

World Financial Center

North Tower 250 Vesey Street New York

NY 10281-1332

Company lame:

MyTravel Group Plc

Date: 3<sup>rd</sup> May, 2005

Class of Slares:

1p 'A' Ordinary Shares

Total Interest held by: Merrill Lynch Investment Managers Group Limited 54,459,374 (0.48%)

Made up as follows:

Registered Holder (if know:)	Number of Shares	Investment Management Company (if separately disclosable)	Beneficial Interests? (Yes/No)
Nutraco Plominees Limited (DES & UNDES)	33,546,890		No
Merrill Linch Pension Nominees Limited .: /C Noncert	19,451,484		Yes
Other Na; nes	1,461,000		No
		£.	
TOTAL	54,459,374		

TAGE 04/04

### Second attachment

Com	pany	

MYTRAVEL GROUP PLC - A SH

as of: May 3, 2005

Class of st ares

GBp 1 - Common Stock

Each comi any named below is interested in the aggregate number of the shares identified above set opposite its name. Where the number includes shares additional to those shown in the first attachment to the accompanying letter, certain further details are also set out below.

nd (if known)	Interest within section 208
red holder	(5) Companies Act 1985?
401,167	0
0	0
_	0

### NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company

MyTravel Group plc
2. Name of shareholder having a major interest
Morgan Stanley Securities Limited /
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18
As in 2 above
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them
Not supplied
5. Number of shares / amount of stock acquired
Not supplied
6. Percentage of issued class
Not supplied
7. Number of shares / amount of stock disposed
Not supplied
8. Percentage of issued class
Not supplied
9. Class of security
A ordinary shares of 1p each
10. Date of transaction
29 April 2005
11. Date company informed

4 May 2005

12. Total holding following this notification

988,669,542 A ordinary shares of 1p each <

- 13. Total percentage holding of issued class following this notification
- 8.52% of the A ordinary shares of 1p each
- 14. Any additional information

Morgan Stanley Securities Limited ("MSSL") have transferred from time to time 988,669,542 shares to a third party on terms which give MSSL the right to require the return of an equivalent number of shares. Accordingly, MSSL's interest in 988,669,542 shares is pursuant to section 208(5) of the Act. MSSL is a member of the Morgan Stanley group of companies. Those group companies which are direct or indirect holding companies of MSSL are, under the terms of section 203 of the Companies Act 1985, each interested by attribution in any shares in which MSSL is interested.

15. Name of contact and telephone number for queries

Mike Vaux - 0161 232 6567

16. Name and signature of authorised company official responsible for making this notification

Mike Vaux – Assistant Company Secretary

Date of notification

5 May 2005

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Morgan Stanley Securities Limited

25 Cabot Square Canary Wharf London E14 4QA

tel +44 (0)20 7425 8000 fax +41 (0)20 7425 8990 telex 8812564

# MorganStanley

Company Secretary
MyTravel Group Plc
Parkway One, Parkway Business Centre
300 Princess Road
Manchester
M14 7QU
United Kingdom

4 May 2005

# PRIVATE AND CONFIDENTIAL BY FAX AND POST

Dear Sirs

### MYTRAVEL GROUP PLC A-SHARES (THE "COMPANY")

This notification relates to the Type A shares of the company (the "shares") and is given in fulfilment of the obligations imposed under section 198 Companies Act 1985 (The "Act").

We hereby notify you that on 29 April 2005, Morgan Stanley Securities Limited ("MSSL") disposed of an interest in the shares that resulted in our holding a total of 988,669,542 shares, being approximately 8.45% of the issued share capital of the Company.

We have transferred from time to time 988,669,542 shares to a third party on terms which give us the right to require the return of an equivalent number of shares. Accordingly, our interest in 988,669,542 shares is pursuant to Section 208(5) of the Act.

MSSL is a member of the Morgan Stanley group of companies. Those group companies which are direct or indirect holding companies of MSSL are, under the terms of section 203 of the Companies Act 1985, each interested by attribution in any shares in which MSSL is interested.

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Yours faithfully

David Edwards
Law Division

Fax

MorganStanley

20 Cabot Square Canary Wharf London E14 4QW

Date: 4 May 2005

Subject:

Large Position Disclosure

To:

Company Secretary

Company: MyTravel Group Plc

Fax Number: 0161 232 6524

□ Urgent

Confirm Transmission

**Total Pages Including Cover Sheet** 

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#### IF TRANSMISSION FAILS PLEASE CALL

From:

David Edwards

Department: Law Division

Fax:

0207 677 9610

Telephone:

0207 677 1865

Message:

Please see attached letter.

If you have any queries, please do not hesitate to contact me on the above number

Regards

David

19/4/ 1,054,878,416 9%.